

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FTX TRADING LTD., *et al.*,¹

Debtors.

Chapter 11

Case No. 22-11068 (JTD)

(Jointly Administered)

Ref. Nos. 487, 1433

**NOTICE OF ASSUMPTION AND ASSIGNMENT OF THE
ORACLE CONTRACT**

PLEASE TAKE NOTICE that on November 11 and November 14, 2022, FTX Trading Ltd. and its affiliated debtors and debtors-in-possession (collectively, the “Debtors”) filed voluntary petitions for relief under title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”) in the United States Bankruptcy Court for the District of Delaware (the “Court”).

PLEASE TAKE FURTHER NOTICE that on January 12, 2023, the Court entered the *Order (A) Approving Bid Procedures, Stalking Horse Procedures and the Form and Manner of Notices for the Sale of Certain Businesses, (B) Approving Assumption and Assignment Procedures and (C) Scheduling Auction(s) and Sale Hearing(s)* [D.I. 487] (the “Bid Procedures Order”), approving, among other things, procedures for the assumption and assignment of executory contracts in connection with the sale of certain assets of the Debtors, including the LedgerX Business.

PLEASE TAKE FURTHER NOTICE that on May 4, 2023, the Court entered the *Order (I) Approving the LedgerX Business Purchase Agreement, (II) Approving the Sale of the LedgerX Business Free and Clear of All Liens, Claims, Interests and Encumbrances, (III) Authorizing Assumption and Assignment of Certain Executory Contracts and (IV) Granting Related Relief* [D.I. 1433] (the “Sale Order”),² approving, among other things, the sale of the LedgerX Business to M 7 Holdings, LLC (the “Buyer”). Paragraph 23 of the Sale Order provides that Ledger Holdings Inc. (“Ledger Holdings”) will not assume and assign, and Buyer will not assume, on the Closing Date any contracts with Oracle America, Inc., successor in interest to NetSuite, Inc. (“Oracle”), subject to further discussions among the relevant parties and resolution of the pending objections related thereto. Paragraph 23 of the Sale Order further provides that, to the extent the parties reach an agreement, the Debtors shall file a notice of

¹ The last four digits of FTX Trading Ltd.’s and Alameda Research LLC’s tax identification numbers are 3288 and 4063 respectively. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://cases.ra.kroll.com/FTX>. The principal place of business of Debtor Emergent Fidelity Technologies Ltd is Unit 3B, Bryson’s Commercial Complex, Friars Hill Road, St. John’s, Antigua and Barbuda.

² All capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Sale Order.

assumption and assignment and thereafter, any such contract shall be deemed an Assumed Contract.

PLEASE TAKE FURTHER NOTICE that in accordance with paragraph 23 of the Sale Order, Ledger Holdings, Oracle, and the Buyer have reached an agreement in principle for Ledger Holdings to assume and assign to the Buyer the executory contract set forth on Schedule A hereto (the “Oracle Contract”), which assumption and assignment shall be effective as of the closing of the Sale Transaction, subject to execution of documentation relating thereto.

PLEASE TAKE FURTHER NOTICE that copies of the above referenced filings may be obtained from the Court’s website, <https://ecf.deb.uscourts.gov/>, for a nominal fee, or obtained free of charge by accessing the website of the Debtors’ claims and noticing agent at <https://restructuring.ra.kroll.com/FTX/>.

Dated: May 18, 2023
Wilmington, Delaware

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Schedule A

NetSuite Order Estimate #1170834 between Ledger Holdings Inc. and Oracle America, Inc., dated March 14, 2023 and Subscription Services Agreement between Ledger Holdings Inc. and Oracle America, Inc., dated March 13, 2018.